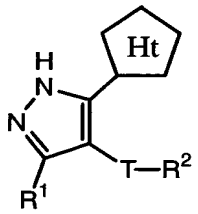
We Claim:

1. A compound of formula **I**:



I

or a pharmaceutically acceptable derivative or prodrug thereof, wherein:

Ht is a heterocyclic ring selected from pyrazol-3-yl, [1,2,4]triazol-3-yl, [1,2,3]triazol-4-yl, or tetrazol-5-yl, said pyrazol-3-yl having R^3 and QR^4 substituents, and said [1,2,4]triazol-3-yl or [1,2,3]triazol-4-yl substituted by either R^3 or QR^4;

R^1 is selected from R, F, Cl, $N(R^8)_2$, OR, NRCOR, $NRCON(R^8)_2$, $CON(R^8)_2$, SO_2R, $NRSO_2R$, or $SO_2N(R^8)_2$;

T is selected from a valence bond or a linker group;

each R is independently selected from hydrogen or an optionally substituted aliphatic group having one to six carbons;

R^2 is selected from hydrogen, CN, halogen, or an optionally substituted group selected from aryl, aralkyl, heteroaryl, heterocyclyl, acyclic aliphatic chain group having one to six carbons, or a cyclic aliphatic group having three to ten carbons;

R^3 is selected from R, OH, OR, $N(R^8)_2$, F, Cl, or CN;

Q is a valence bond, J, or an optionally substituted C_{1-6} alkylidene chain wherein up to two nonadjacent carbons of the alkylidene chain are each optionally and independently replaced by J;

J is selected from -C(=O)-, -CO_2-, -C(O)C(O)-, -NRCONR^8-, -N(R)N(R^8)-, -C(=O)NR^8-, -NRC(=O)-, -O-, -S-, -SO-, -SO_2-, -N(R)O-, -ON(R^8)-, -OC(=O)N(R^8)-, -N(R)COO-, -SO_2N(R^8)-, -N(R)SO_2-, or -N(R^8)-;

R^4 is selected from -R^8, -R^5, -NH_2, -NHR^5, -N(R^5)$_2$, or -NR^5(CH_2)$_y$N(R^5)$_2$;

each R^5 is independently selected from R^6, R^7, -(CH_2)$_y$CH(R^6)(R^7), -(CH_2)$_y$$R^6$, -($CH_2$)$_y$CH($R^6$)$_2$, -($CH_2$)$_y$CH($R^7$)$_2$, or -($CH_2$)$_y$$R^7$;

y is 0-6;

each R^6 is an optionally substituted group independently selected from an aliphatic, aryl, aralkyl, aralkoxy, heteroaryl, heteroarylalkyl, heteroarylalkoxy, heterocyclyl, heterocyclylalkyl, or heterocyclylalkoxy, group;

each R^7 is independently selected from an optionally substituted aliphatic, hydroxyalkyl, alkoxyalkyl, aryloxyalkyl, or alkoxycarbonyl;

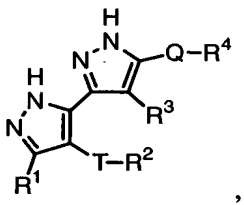
each R^8 is independently selected from R or two R^8 on the same nitrogen taken together with the nitrogen optionally form a four to eight membered, saturated or unsaturated heterocyclic ring having one to three heteroatoms;

and each substitutable ring nitrogen is independently substituted by R, NR_2, COR, CO_2(C_1-C_6 optionally substituted alkyl), SO_2(C_1-C_6 optionally substituted alkyl), $CONR_2$, or SO_2NR_2;

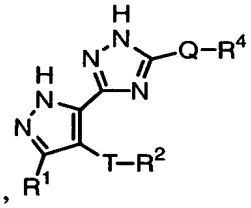
provided that: (a) TR^2 and QR^4 are not the same; (b) TR^2 and R^3 are not the same; (c) when Ht is tetrazol-5-yl and R^1 is methyl, then TR^2 is other than hydrogen; (d) when Ht is [1,2,3]triazole-4-yl and R^1 and R^3 are both methyl, then TR^2 is other than hydrogen; and (e) when Ht is

pyrazol-3-yl and R^1 and R^3 are both hydrogen, then TR^2 is other than methyl when QR^4 is phenyl in the 4-position;.

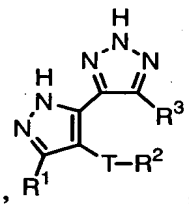
2. The compound according to claim 1, said compound is selected from the following:



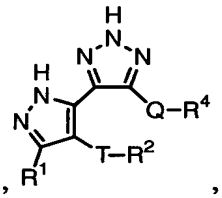
II-A



II-B

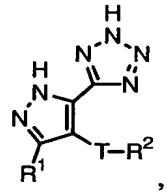


II-C



II-D

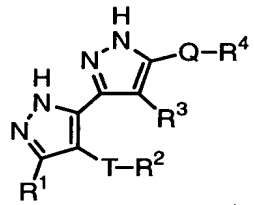
or



II-E

or a pharmaceutically acceptable derivative or prodrug thereof.

3. The compound according to claim 2 having the formula



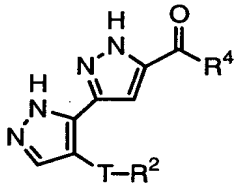
II-A

or a pharmaceutically acceptable derivative or prodrug thereof.

4. The compound according to any one of claims 1, 2, or 3 having one or more of the following features: (a) Q is -CO-, $-CO_2-$, or -CONH-; (b) T is a valence bond; (c) R^1 is

hydrogen or NHR; (d) R^2 is an optionally substituted aryl ring; (e) R^3 is hydrogen; (f) R^4 is selected from R^5, $-NHR^5$, $-N(R^5)_2$, $-NR^5R^6$, $-NHCHR^5R^6$, or $-NHCH_2R^5$; or (g) R^5 is an optionally substituted group selected from aryl, aralkyl, heteroaryl, heteroarylalkyl, heterocyclyl, heterocyclylalkyl group, $(CH_2)_yR^6$, $(CH_2)_yR^7$, or $(CH_2)_yCH(R^6)(R^7)$.

5. The compound according to claim 4 having the formula



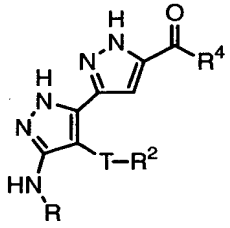
III-A

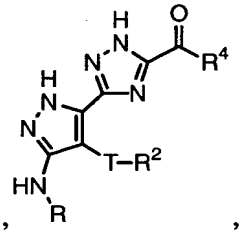
or a pharmaceutically acceptable derivative or prodrug thereof.

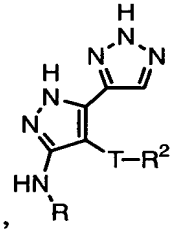
6. The compound according to claim 5 having the following features: (a) T is a valence bond; (b) R^2 is an optionally substituted aryl ring; (c) R^4 is selected from R^5, $-NHR^5$, $-N(R^5)_2$, $-NR^5R^6$, $-NHCHR^5R^6$, or $-NHCH_2R^5$; and (d) R^5 is an optionally substituted group selected from aryl, aralkyl, heteroaryl, heteroarylalkyl, heterocyclyl, heterocyclylalkyl group, $-(CH_2)_yR^6$, $-(CH_2)_yR^7$, or $-(CH_2)_yCH(R^6)(R^7)$.

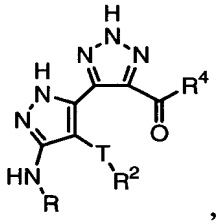
7. The compound according to claim 1 wherein said compound is selected from those listed in Table 1.

8. The compound according to claim 1, said compound selected from the following:

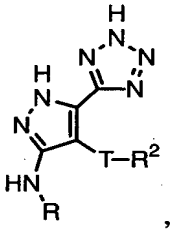

IV-A


IV-B


IV-C


IV-D

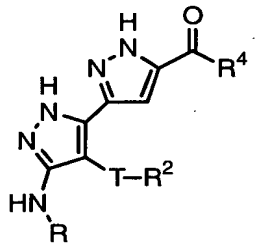
or


IV-E

or a pharmaceutically acceptable derivative or prodrug thereof.

9. The compound according to claim 8 having one or more of the following features: (a) Q is -CO-, -CO_2-, or-CONH-; (b) T is a valence bond; (c) R^2 is an optionally substituted aryl ring; (d) R^3 is hydrogen; (e) R^4 is selected from R^5, -NHR^5, -$N(R^5)_2$, -NR^5R^6, -$NHCHR^5R^6$, or -$NHCH_2R^5$; or (f) R^5 is an optionally substituted group selected from aryl, aralkyl, heteroaryl, heteroarylalkyl, heterocyclyl, heterocyclylalkyl group, $(CH_2)_yR^6$, $(CH_2)_yR^7$, or $(CH_2)_yCH(R^6)(R^7)$.

10. The compound according to claim 9 having the formula



IV-A

or a pharmaceutically acceptable derivative or prodrug thereof.

11. The compound according to claim 10 having the following features: (a) T is a valence bond; (b) R^2 is an optionally substituted aryl ring; (c) R^4 is selected from R^5, $-NHR^5$, $-N(R^5)_2$, $-NR^5R^6$, $-NHCHR^5R^6$, or $-NHCH_2R^5$; and (d) R^5 is an optionally substituted group selected from aryl, aralkyl, heteroaryl, heteroarylalkyl, heterocyclyl, heterocyclylalkyl group, $-(CH_2)_yR^6$, $-(CH_2)_yR^7$, or $-(CH_2)_yCH(R^6)(R^7)$.

12. The compound according to claim 1 wherein said compound is selected from those listed in Table 2.

13. A composition comprising a compound according to any one of claims 1 to 12 in an amount sufficient to detectably inhibit protein kinase activity, said protein kinase selected from one or more of ERK, JAK, JNK, Aurora, GSK, KDR, AKT, or a protein kinase related thereto; and a pharmaceutically acceptable carrier.

14. The composition according to claim 13 wherein said compound is formulated in a pharmaceutically acceptable manner for administration to a patient.

15. A composition according to claim 13 further comprising a therapeutic agent, either as part of a multiple dosage form together with said compound or as a separate dosage form.

16. A method of inhibiting protein kinase activity in a biological sample, wherein said protein kinase is selected from ERK, JAK, JNK, Aurora, GSK, KDR, AKT, or a protein kinase related thereto, comprising the step of contacting said sample with a compound according to any one of claims 1 to 12.

17. A method for treating a protein kinase-mediated disease state in a patient, wherein said protein kinase is selected from one or more of ERK, JAK, JNK, Aurora, KDR, AKT, or a protein kinase related thereto, comprising the step of administering to said patient a composition according to claim 13.

18. The method according to claim 17, comprising the additional step of administering to said patient a therapeutic agent either as part of a multiple dosage form together with said compound or as a separate dosage form.

19. A method of treating a disease state in a patient, wherein said disease state is selected from cancer, stroke, diabetes, hepatomegaly, cardiovascular disease, Alzheimer's disease, cystic fibrosis, viral disease, autoimmune

diseases, atherosclerosis, restenosis, psoriasis, allergic disorders, inflammation, neurological disorders, a hormone-related disease, conditions associated with organ transplantation, immunodeficiency disorders, destructive bone disorders, proliferative disorders, infectious diseases, conditions associated with cell death, thrombin-induced platelet aggregation, chronic myelogenous leukemia (CML), liver disease, pathologic immune conditions involving T cell activation, or CNS disorders, comprising the step of administering to said patient a composition according to claim 13.

20. The method according to claim 19 wherein the disease state is cancer.

21. The method according to claim 20 wherein the disease state is a cancer selected from breast; ovary; cervix; prostate; testis, genitourinary tract; esophagus; larynx, glioblastoma; neuroblastoma; stomach; skin, keratoacanthoma; lung, epidermoid carcinoma, large cell carcinoma, small cell carcinoma, lung adenocarcinoma; bone; colon, adenoma; pancreas, adenocarcinoma; thyroid, follicular carcinoma, undifferentiated carcinoma, papillary carcinoma; seminoma; melanoma; sarcoma; bladder carcinoma; liver carcinoma and biliary passages; kidney carcinoma; myeloid disorders; lymphoid disorders, Hodgkin's, hairy cells; buccal cavity and pharynx (oral), lip, tongue, mouth, pharynx; small intestine; colon-rectum, large intestine, rectum; brain and central nervous system; or leukemia.

22. The method according to claim 20 comprising the additional step of administering to said patient a chemotherapeutic agent either as part of a multiple dosage form together with said compound or as a separate dosage form.

23. The method according to claim 19 wherein the disease state is cardiovascular disease.

24. The method according to claim 23 wherein the disease state is a cardiovascular disease selected from restenosis, cardiomegaly, artherosclerosis, myocardial infarction, or congestive heart failure.

25. The method according to claim 23 comprising the additional step of administering to said patient a therapeutic agent for treating cardiovascular disease either as part of a multiple dosage form together with said compound or as a separate dosage form.

26. A composition for coating an implantable device comprising a compound according to claim 1 and a carrier suitable for coating said implantable device.

27. An implantable device coated with a composition according to claim 26.